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UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION
December 17, 2012

IN THE MATTER OF

Spencer Pharmaceutical Inc.

File No. 500-1

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**ORDER OF SUSPENSION
OF TRADING**

It appears to the Securities and Exchange Commission that there is a lack of current and accurate information concerning the securities of Spencer Pharmaceutical Inc. (“Spencer”) because of questions regarding the accuracy of publicly disseminated information, concerning, among other things: (1) the company’s current financial condition; and (2) statements made by Spencer in press releases concerning, among other things, an unsolicited buyout offer of Spencer by a foreign company.

The Commission is of the opinion that the public interest and the protection of investors require a suspension of trading in the securities of the above-listed company.

THEREFORE, IT IS ORDERED, pursuant to Section 12(k) of the Securities Exchange Act of 1934, that trading in the securities of the above-listed company, and any equity securities of any entity purporting to succeed to this issuer, is suspended for the period from 9:30 a.m. EST on Monday, December 17, 2012, through 11:59 p.m. EST on Monday, December 31, 2012.

By the Commission.

Elizabeth M. Murphy
Secretary

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